

**BAYOU LAFOURCHE FRESH WATER DISTRICT
BOARD OF COMMISSIONERS**

BY-LAWS

**1016 ST. MARY STREET
THIBODAUX, LOUISIANA 70301
(985) 447-7155**

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ADOPTED JUNE 17, 1992

AS AMENDED:
May 17, 1999
April 15, 2002
February 21, 2005
June 19, 2006
July 16, 2007

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- B. Membership of the Board**
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BAYOU LAFOURCHE FRESH WATER DISTRICT BOARD OF COMMISSIONERS

BY-LAWS

ARTICLE I - NAME

1.1 The name of the organization shall be the Bayou Lafourche Fresh Water District, Board of Commissioners, referred to in these by-laws as the "Board".

ARTICLE II. AUTHORIZATION

2.1 The Board is authorized by Louisiana Revised Statutes 38:3086.21 through 3086.26 (See Appendix A).

ARTICLE III. PURPOSE

3.1 The purpose of the Board of Commissioners for the Bayou Lafourche Fresh Water District is to ensure proper preservation, protection, and adequate provision of fresh water in Bayou Lafourche from any and all fresh water sources for purposes of providing fresh water supplies to the incorporated villages, towns, and cities along Bayou Lafourche, and to areas or jurisdictions within or adjacent to the boundaries of the District, and to adopt and enforce all sanitary regulations to prevent pollution of the bayou, and to adopt a beautification program.

ARTICLE IV - OFFICIAL OFFICE

4.1 The Board shall maintain an official office for the conduct of business in the City of Thibodaux, Parish of Lafourche. The office schedule shall be approved by the Board and displayed for easy public viewing.

ARTICLE V - OFFICIAL JOURNAL

5.1 The official journal of the Board shall be the Daily Comet.

ARTICLE VI - MEMBERSHIP OF THE BOARD

- 6.1 The Board shall be comprised of eight (8) members. Each member, during his term of office, shall be:
- a. A citizen of the United States; and
 - b. A qualified voter residing within the limits of the District.
- 6.2 Composition of the Board. The composition of the Board shall be as follows:
- a. One (1) member shall be a resident of the portion of Ascension Parish that lies within the boundaries of BLFWD and will be appointed by the Ascension Parish President; and one (1) member shall be a resident of Ascension Parish and will be appointed by the Legislative Delegation representing Ascension Parish.
 - b. Two (2) members shall be residents of Assumption Parish, and appointed by the Assumption Parish Police Jury President;
 - c. Four (4) members shall be residents of Lafourche Parish, and shall be selected from the regions of the parish as outlined in the revised statutes, and appointed by the Governor of the State of Louisiana, subject to ratification by the Louisiana State Senate.
- 6.3 *Compensation.*
- a. Per diem - Each member of the Board shall receive a per diem not to exceed seventy-five (\$75.00) dollars per meeting, with a maximum of two meetings per month (one hundred fifty (\$150.00) dollars per month).
 - b. Mileage – Commissioners will be paid for travel to each meeting at the state approved rate per mile traveled.
- 6.4 Tenure. The terms of Board members shall be four (4) years.
- 6.5 *Oath of Office.* All incoming members shall be administered an oath of office by a qualified individual prior to assuming the responsibilities as a member of the Board.
- 6.6 *Vacancies.* Any vacancy in the membership of the Board shall be filled in the manner of the original appointment. Upon a vacancy occurring, the Chairman shall forward a letter to the appropriate appointing entity advising same of the vacancy and requesting that an appointment be made.
- a. A vacancy shall be deemed as having occurred upon the absence of any Board member for four (4) or more consecutive meetings of the Board; or, upon receipt and acceptance of a signed letter of resignation from any Board member. The Board may excuse absences from meetings by a member for a bona fide reason, but only by a majority vote in open session of the District.
 - b. Any member of the Board may be removed by the entity that originally appointed such

member.

ARTICLE VII - OFFICERS OF THE BOARD

7.1 The Board shall elect from amongst its membership a Chairman, a Vice-Chairman, and a Secretary-Treasurer.

7.2 The election of officers shall occur at the first meeting of the Board, in January of each year. It shall be the first order of business on the agenda for said meeting. The existing Chairman shall preside until the new Chairman is elected. At which time, the new Chairman shall assume the office of Chairman, and shall preside over the election of the Vice-Chairman, and the Secretary-Treasurer. A candidate receiving a majority vote of the membership present in quorum shall be declared elected and shall immediately assume office.

7.3 Nominations for officers of the Board shall be made from the floor.

7.4 All officers shall serve for one year or until his successor shall take office.

7.5 Vacancies in an officer of the Board shall be filled immediately by regular election procedures.

7.6 *Duties.*

a. The Chairman shall preside at all meetings of the Board and shall have the duties normally conferred by parliamentary usage on such officer. The Chairman is designated as the Appointing Authority for all Civil Service matters.

b. The Vice-Chairman shall act for the Chairman in his absence.

c. The Secretary-Treasurer shall keep the minutes and records of the Board, and with the assistance of such staff as is available, shall prepare the agenda of regular and special meetings under the direction of the Chairman; provide notice of all meetings to Board members; arrange proper and legal notice of hearings; attend to correspondence of the Board; maintain and keep records of all receipts and disbursements of the District. The Secretary-Treasurer shall also act for the Chairman and Vice-Chairman in their absences.

d. The Secretary-Treasurer shall be bonded. The premium for said bond shall be paid by the District.

ARTICLE VIII - MEETINGS

8.1 Meetings will be held on the 3rd Monday of each month. In the event of a conflict with

holidays or other event(s), the Chairman or, a majority of the Board at any meeting, may change the date of said meeting.

8.2 The place and time of the meeting shall be arranged by the Chairman.

8.3 *Public Notice.* The Secretary-Treasurer shall provide for public notice of all regular meetings of the Board which shall include, but not limited to, the publication of a meeting notice in the official journal stating the date, time, and place of the meeting.

- a. The notice shall be published in the legal section of the journal a minimum of one (1) time, and five (5) days prior to the date of the meeting.

8.4 *Quorum.* A quorum shall consist of five (5) members of the Board.

8.5 Voting may be by roll call upon the request of a member of the Board. A record of the roll call vote shall be kept as a part of the minutes.

8.6 *Parliamentary Procedure.* "Robert's Rules of Order 1990 Newly Revised 10th Edition by Scott, Foresman" shall govern the proceedings at all meetings of the Board.

8.7 All meetings and/or portions of meetings shall be open to the general public except executive sessions for purposes allowed by state law.

8.8 *Order of Business.* The order of business at regular meetings shall be:

1. Pledge
2. Invocation
3. Roll Call
4. Reading and Approval of Minutes of Previous Meeting
5. Accounts Payable
6. Reports of Officers and Committees
7. Bayou Operations Report
8. Pump Station Report
9. Financial /Office Report
10. Director's Report
11. Old Business
12. New Business
13. Public Comments
14. Adjournment

8.9 A motion from the floor and a two thirds (2/3) majority vote of the Board must be passed in order to add or to dispense with any non substantive item on the agenda.

8.10 Special meetings may be called by the Chairman or upon written request of four (4) Board

members. The Secretary-Treasurer shall notify all members of the Board, and the editor-in-chief of the official journal in writing, not less than three (3) days in advance of such special meetings.

a. The order of business at special meetings shall be determined by the Chairman.

8.11 Emergency meetings of the Board may be called by the Chairman, or any four (4) members for purposes of an emergency, which may seriously affect the efficient or mandatory operation of the District. Notice of an emergency meeting shall be no less than twenty-four (24) hours to all members and the Editor of the Official Journal. In the event that a situation occurs which may seriously affect the health and welfare of the District's constituency, public notice shall be waived by the Board, as well as, the advanced time constraint, provided, however, that all members receive notice and a quorum at said meeting.

8.12 *Proxies*. No member of the Board shall be represented by proxy.

ARTICLE IX - POLICIES AND PROCEDURES

9.1 The Board shall adopt, by a two-thirds majority vote, written policies and procedures, which shall encompass the entire operation of the District. These Standard Operating Procedures will include, but not limited to, personnel, administrative, and fiscal functions. SOP's are contained in Appendix C.

9.2 Any and all actions of the Board relative to personnel, administrative, and fiscal matters shall be referenced in the minutes according to the appropriate policy and procedure.

9.3 In the absence of an applicable policy or procedure, the Board may take such action as is necessary for the operation of the District by a two-thirds vote. Such action shall become a policy or procedure of the District.

9.4 *Fiscal Year*. The Fiscal Year for the District shall commence on January 1 and end on December 31.

9.5 *Fiscal Agent(s)*. Fiscal agents for the BLFWD are considered services under LA RS 38:2212A. Fiscal agents are identified as banking firms, investment firms, and auditing firms.

a. Fiscal agents serve at the pleasure of the Board and may be changed upon a majority vote of the Board.

9.6 *Annual Budget*. No Later than September 15, the Director shall submit to the Board a proposed operating budget for the upcoming fiscal year for review by the Board.

a. The Board shall hold a *Special* Order of Business at the regular October meeting to receive public comments on the proposed budget prior to the adoption of same.

- b. Public notice of the hearing shall be in the official journal, at least fifteen (15) days prior, and shall state the date, time, place, and purpose of the hearing.
- c. The budget shall be adopted at the regularly scheduled Board meeting in October.
- d. The Director shall prepare and submit a revised annual budget for Board approval at the November meeting.

9.7 *Acceptance of Contributions.* The Board may accept contributions from individuals, groups, corporations, foundations, branches of government, etc., and shall be bound by the specific terms and conditions of said contributions.

- 9.8 *Audit.* The Board shall conduct a financial audit of the District on an annual basis.
- a. The audit shall be prepared by a qualified certified public accounting firm which has been selected from proposals solicited in the same manner as outlined for the fiscal agent(s).
 - b. Selection of the auditor shall occur at the first meeting in December by a majority vote of the Board members present.

9.9 The Secretary-Treasurer shall ensure the preparation of an annual financial report, which shall be presented to the legislative auditor pursuant to the provisions in Louisiana Law.

ARTICLE X - COMMITTEES

10.1 *Standing Committees.* The Chairman shall present to the Board his recommendations for the formulation of a standing committee(s), along with the applicable functions of same for ratification by the Board.

- a. The Chairman shall select from the Board a Chairman of each standing committee subject to the ratification by the Board.
- b. Membership of each standing committee shall be not more than four (4) members selected by the Chairman, and ratified by the Board. Committee membership may or may not be limited to members of the Board of Commissioners.
- c. All committee officers and members shall serve at the discretion of the Chairman.

10.2 Public notice, as required by law, shall be provided for all committee meetings.

10.3 All standing committees shall present to the Board, at the next regularly scheduled meeting of the Board, a summary of the proceedings from the previous committee meeting for ratification by the Board.

10.4 *Special Committees.* Special committees may be formed to address specific issues of interest to the District.

- a. Membership is not restricted to any group and may include elected officials.
- b. Public notice of all meetings shall conform to the provisions for standing committees.

- c. Reporting to the full Board shall conform to the provisions for standing committees.

ARTICLE XI - ANNUAL REPORT

11.1 The Director will prepare for the Board, an Annual Report of the District's activities for the previous year. The report will be completed and presented to the Board for approval at the regularly scheduled February meeting.

11.2 The Annual Report will consist of sections covering personnel, financial, legal, equipment and any miscellaneous items. It will also contain a budget/expenditure report for the previous year along with a budget summary for the upcoming year.

11.3 The Board shall distribute copies of the annual report upon request.

ARTICLE XII - MISCELLANEOUS

12.1 The Board shall conform in every aspect to all applicable local, state, and federal laws in its functioning.

ARTICLE XIII - AMENDMENTS TO BY-LAWS, POLICIES, & PROCEDURES

13.1 The by-laws, personnel policies, and administrative and fiscal procedures of the Board may be amended at any regularly scheduled meeting of the Board, provided that:

- a. The proposed amendment is presented, in its entirety, to all Board members for preliminary consideration at least thirty (30) days prior to the date of the meeting at which official action on the proposed amendment is scheduled; and

- b. Two-thirds of the full Board must vote to approve an amendment to the by-laws, personnel policies, and administrative and fiscal procedures.

ARTICLE XIV - ADOPTION

14.1 These by-laws, in entirety, were adopted by the Board on June 17, 1992 and amended on May 17, 1999, April 15, 2002, February 21, 2005, June 19, 2006, and July 16, 2007.